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**FLORIDA PROFIT/NON PROFIT CORPORATION
SMITH FAMILY FOUNDATION MISSIONARIES TO NICARAGUA**

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Articles of Incorporation
(In Compliance with Chapter 617, F.S., (Not for Profit))

Article I
NAME

The name of the corporation is:

SMITH FAMILY FOUNDATION MISSIONARIES TO NICARAGUA INC.,

Article II
DURATION

The corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

Article III:
Principal Office

The initial principal place of business and mailing address of this corporation shall be:

7326 14th Street South
St. Petersburg, Florida 33705

Article IV
Purpose

The purposes for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

Section I: General Purpose

The corporation is organized exclusively for charitable, religious and/or educational purposes, including, but not limited to, educating and assisting individuals, communities, for profit and not for profit corporations and businesses in reaching the lost for Jesus Christ. It is a Christian organization who ministers to all persons helping them with food, shelter, education and instruction in the love of Jesus Christ. We will also provide teaching material for pastors, churches, fellowship groups and conduct seminars to help strengthen the Body

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of Jesus Christ in the country of Nicaragua and around the world. Said corporation shall govern itself and to conduct its own affairs according to the New Testament Scriptures.

Section II – Internal Revenue Service

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in the purpose clause hereof.

No part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under the Internal Revenue Code, or corresponding section of any future federal tax code.

Article V: Powers

The corporation is empowered to exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes.

ARTICLE VI Affiliation

While maintaining its inherent rights to sovereignty in the conduct of its own affairs as herein set forth, this ministry may voluntarily enter into full fellowship with others of like faith. The Bible is our all-sufficient rule for faith and practice.

ARTICLE VII Board of Directors

The board of directors of the corporation shall be individuals in good standing and be persons of mature Christian experience and knowledge, who shall meet

the requirements of Acts 6, I Timothy 3 and Titus 1. The manner in which the directors are elected or appointed shall be set forth in the Constitution and Bylaws.

The Board of Directors shall elect the following officers: President, Secretary and Treasurer, and such other officers as the Constitution and Bylaws of the corporation may authorize the directors to elect from time to time.

The initial directors are to be appointed by the incorporator. Subsequent directors are to be elected by existing directors.

Article VIII: Initial Directors

The names and addresses of the first members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Patrick C. Smith	7326 14 th Street South St. Petersburg, Florida 33705
Scott M. Clendening	299 Martin Luther King Jr. Street North St. Petersburg, FL 33701
Eilee James Clark	6275 30 th Avenue North St. Petersburg, FL 33710

ARTICLE IX Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

**ARTICLE X
Incorporator**

The name and address of the incorporator is as follows:

Patrick C. Smith
7326 14th Street South
St. Petersburg, Florida 33705

**ARTICLE XI
Initial Registered Agent and Office Address**

The corporation's registered agent and office is:

Pinellas Legal Center, PL
John P. Joseph, Esquire
2429 Central Avenue Suite 201
St. Petersburg, FL 33713

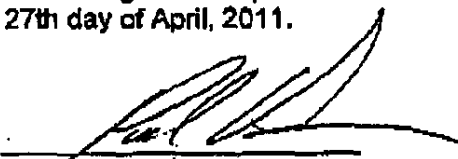
**ARTICLE XII:
Indemnification**

The Corporation shall indemnify any Director, Officer, or former Director and Officer, against expenses actually and necessarily incurred by him/her (legal fees or otherwise) or any amount paid in satisfaction of judgments in connection with any suit or proceeding, whether civil or criminal in nature, in which he/she is made a party by reason of being or having been such Director or Officer.

**ARTICLE XIII:
Amendment**

This corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, or any amendments hereto, and to enact a Constitution and By-Laws, in manner now or hereafter prescribed by law and all rights conferred on Directors and Officers herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 27th day of April, 2011.


Patrick C. Smith
7326 14th Street South
St. Petersburg, Florida 33705

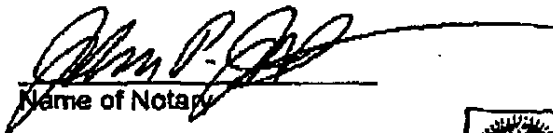
Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

ACKNOWLEDGEMENT

Patrick C. Smith, on behalf of the Corporation, acknowledged the foregoing instrument before me this 27th day of April, 2011. He produced a Florida Drivers License as identification and did take an oath. He executed the foregoing Articles of Incorporation freely and of his own free will without any duress whatsoever.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid this 27 day of April, 2011.


Name of Notary

MY COMMISSION EXPIRES:



CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607 of the Florida Statutes, in particular section 607.0501 or 617.0501 the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

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The name of the corporation:

SMITH FAMILY FOUNDATION MISSIONARIES TO NICARAGUA INC.,

The name and address of the registered agent and office is:

Pinellas Legal Center, PL
John P. Joseph, Esquire
2429 Central Avenue Suite 201
St. Petersburg, FL 33713

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


John P. Joseph, Esquire
Pinellas Legal Center, PL
REGISTERED AGENT

Date: April 27, 2011.

Copyright © These Articles of Incorporation and Designation were prepared by John P. Joseph, Esquire of Pinellas Legal Center, PL whose office is located at 2429 Central Avenue Suite 201 St. Petersburg, Florida 33713. Florida Bar Number #0607274

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